Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning , 2014, and ending ,

Name of foundation: CRAWLEY FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 105 North Hudson — Room/suite: 800

City or town, state or province, country, and ZIP or foreign postal code: Oklahoma City OK 73102

A Employer identification number: 73-1463271

B Telephone number (see instructions): (405) 232-9700

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 8,519,826.

J Accounting method [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1	Contributions, gifts, grants, etc, received (attach schedule)	550,000.			
	2	Ck ► ☐ if the foundn is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	246.	246.		
	4	Dividends and interest from securities	184,473.	184,473.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	268,928.			
	b	Gross sales price for all assets on line 6a 3,771,743.				
	7	Capital gain net income (from Part IV, line 2)		268,928.		
	8	Net short-term capital gain			48,852.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) See Line 11 Stmt	1,171.	1,171.		
	12	**Total.** Add lines 1 through 11	1,004,818.	454,818.	48,852.	
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) L-16b Stmt	686.	686.		
	c	Other prof fees (attach sch) L-16c Stmt	62,405.	62,405.		
	17	Interest				
	18	Taxes (attach schedule)(see instrs) Federal income tax	18,123.	0.		
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) See Line 23 Stmt	10,993.	10,993.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	92,207.	74,084.		
	25	Contributions, gifts, grants paid	501,500.			501,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	593,707.	74,084.		501,500.
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	411,111.			
	b	**Net investment income** (if negative, enter -0-)		380,734.		
	c	**Adjusted net income** (if negative, enter -0-)			48,852.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	40,192.	76,757.	76,757.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) L-10b Stmt	1,013,758.	1,041,765.	1,559,185.
	c	Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment: basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule) L-13 Stmt	6,101,249.	6,447,788.	6,883,884.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	7,155,199.	7,566,310.	8,519,826.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► X and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	7,155,199.	7,566,310.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	7,155,199.	7,566,310.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	7,155,199.	7,566,310.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	7,155,199.
2	Enter amount from Part I, line 27a	2	411,111.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	7,566,310.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	7,566,310.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	See Schedule 3 (short-term)	P	01/01/14	12/31/14
b	See Schedule 3 (long-term)	P	01/01/11	12/31/14
c	Capital gains distributions (long-term)	P	01/01/11	12/31/14
d	Flow-through from LP (short-term)	P	01/01/14	12/31/14
e	Flow-through from LP (long-term)	P	01/01/11	12/31/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,095,715.		2,066,023.	29,692.
b	1,479,914.		1,436,645.	43,269.
c	139,036.		0.	139,036.
d	19,160.		0.	19,160.
e	37,771.		0.	37,771.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				29,692.
b				43,269.
c				139,036.
d				19,160.
e				37,771.

2 Capital gain net income or (net capital loss). . . . If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 . . . **2** 268,928.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . **3** 48,852.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No

If 'Yes,' the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2013	572,000.	7,840,027.	0.072959
2012	589,500.	6,945,596.	0.084874
2011	694,625.	6,826,793.	0.101750
2010	483,000.	5,590,453.	0.086397
2009	560,500.	4,312,723.	0.129964

2	**Total** of line 1, column (d)	2	0.475944
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.095189
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	8,578,426.
5	Multiply line 4 by line 3	5	816,572.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,807.
7	Add lines 5 and 6	7	820,379.
8	Enter qualifying distributions from Part XII, line 4	8	501,500.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1			
Date of ruling or determination letter _______ **(attach copy of letter if necessary – see instrs)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	7,615.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	7,615.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	7,615.
6 Credits/Payments			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6a 12,000.		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	12,000.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	4,385.
11 Enter the amount of line 10 to be **Credited to 2015 estimated tax** ►	4,385. **Refunded** ►	11	

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ ______ **(2)** On foundation managers ► $ ______			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ ______			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If 'Yes,' attach a detailed description of the activities			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► OK - Oklahoma			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ► N/A			
14	The books are in care of ► James B Crawley Telephone no ► (405) 232-9700 Located at ► 105 North Hudson, Suite 800, Oklahoma City OK ZIP + 4 ► 73102			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here ► ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If 'Yes,' enter the name of the foreign country ►			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		**Yes**	**No**
1 a	During the year did the foundation (either directly or indirectly).			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b		
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions.)	2 b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4 b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

		Yes	No
5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
If 'Yes' to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
James B Crawley 105 N Hudson, Suite 800 Oklahoma City OK 73102	President 0.00	0.	0.	0.
Mary W Crawley 105 N Hudson, Suite 800 Oklahoma City OK 73102	Secretary 0.00	0.	0.	0.
Sara B Crawley 105 N Hudson, Suite 800 Oklahoma City OK 73102	Treasurer 0.00	0.	0.	0.
Linda C Shirley 105 N Hudson, Suite 800 Oklahoma City OK 73102	Director 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 — see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				
Total number of other employees paid over $50,000 ►				None

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ▶		None

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions. 3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	8,575,622.
b	Average of monthly cash balances	1b	133,440.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	8,709,062.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	8,709,062.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	130,636.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,578,426.
6	**Minimum investment return.** Enter 5% of line 5	6	428,921.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	428,921.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	7,615.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,615.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	421,306.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	421,306.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	421,306.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	501,500.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	501,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	501,500.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				421,306.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2014				
a From 2009 ... 344,953.				
b From 2010 ... 203,780.				
c From 2011 ... 374,760.				
d From 2012 ... 249,989.				
e From 2013 ... 191,967.				
f Total of lines 3a through e	1,365,449.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► $ 501,500.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2014 distributable amount				421,306.
e Remaining amount distributed out of corpus	80,194.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,445,643.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	344,953.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	1,100,690.			
10 Analysis of line 9				
a Excess from 2010 ... 203,780.				
b Excess from 2011 ... 374,760.				
c Excess from 2012 ... 249,989.				
d Excess from 2013 ... 191,967.				
e Excess from 2014 ... 80,194.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a 'Assets' alternative test — enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter.					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year — see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

James B Crawley

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 · Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See Schedule 4				501,500.
Total ► 3 a				501,500.
b Approved for future payment				
Total ► 3 b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	246.	
4 Dividends and interest from securities			14	184,473.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	268,928.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				453,647.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 453,647.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	None

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1 a (1)		X
	(2) Other assets	1 a (2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
	(3) Rental of facilities, equipment, or other assets	1 b (3)		X
	(4) Reimbursement arrangements	1 b (4)		X
	(5) Loans or loan guarantees	1 b (5)		X
	(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2 a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

James B. Crawley | 4-22-15 | President

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Joshua L Waggoner	Joshua L. Waggoner	4/21/2015		P01387520
Firm's name ► THE WAGGONER COMPANY PLLC			Firm's EIN ► 46-3734673	
Firm's address ► 105 North Hudson, Suite 310 Oklahoma City OK 73102-4815			Phone no (405) 232-9541	

Form 990-PF, Page 1, Part I, Line 11
Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Ordinary income from LP investments	794.	794.	
Other income	377.	377.	
Total	1,171.	1,171.	

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Bank charges and fees				
Foreign taxes	6,448.	6,448.		
Investment interest	110.	110.		
Other investment expenses	4,435.	4,435.		
Total	10,993.	10,993.		

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Waggoner Accounting Services, LLC	Bookkeeping, tax return preparation	686.	686.		
Total		686.	686.		

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
First Western Trust Bank	Portfolio management	62,405.	62,405.		
Total		62,405.	62,405.		

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
See Schedule 1	1,041,765.	1,559,185.
Total	1,041,765.	1,559,185.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	End of Year Fair Market Value
See Schedule 2	6,447,788.	6,883,884.
Total	6,447,788.	6,883,884.

CRAWLEY FAMILY FOUNDATION
#73-1463271
Schedule 1
Supporting Schedule to Form 990-PF, Part II, Line 10b - Investments - Corporate Stock
2014

			End of Year	
			Book Value	Fair Mkt Value
648	shs	ABBOTT LABORATORIES	$ 20,237	$ 29,173
145	shs	ACCENTURE LTD CL A	8,214	12,950
1,300	shs	AEGON NV	11,328	9,750
625	shs	ALLIANZ SE SP	7,421	10,387
305	shs	AMERICAN TOWER CORP	13,075	30,149
258	shs	ANHEUSER BUSCH CO	17,519	28,979
60	shs	ANHEUSER BUSCH CO	3,628	6,739
325	shs	ATLAS COPCO	7,126	8,341
194	shs	AUTOMATIC DATA PROCESSING INC.	9,929	16,174
225	shs	AXA SA	5,259	5,229
90	shs	BASF SE	7,170	7,610
338	shs	BAXTER INTERNATIONAL INC	19,607	24,772
375	shs	BAYERISCHE MOTOREN WERKE	10,152	13,578
85	shs	BLACKROCK INC	17,203	30,393
160	shs	BNP PARIBAS	4,682	4,769
100	shs	BOC HONG KONG HLDGS LTD	6,256	6,693
95	shs	BRITISH AMERN TOB	9,821	10,243
155	shs	BROOKFIELD ASSET MANAGEMENT	5,193	7,770
325	shs	BT GROUP	10,900	20,147
40	shs	CANADIAN PAC RY LTD	3,002	7,708
338	shs	CELGENE CORP	10,703	37,809
1,196	shs	CHARLES SCHWAB CORP	21,190	36,107
193	shs	CHEVRON CORPORATION	14,733	21,651
70	shs	COPA HOLDINGS SA	7,674	7,255
338	shs	CVS CORP	26,785	32,553
1,050	shs	DAIWA	7,951	8,299
384	shs	DANAHER CORP	15,140	32,913
225	shs	DBS GROUP HLDGS LTD	10,718	13,991
660	shs	DISCOVERY COMMUNICATIONS INC	21,262	22,737
236	shs	EBAY INC	13,030	13,244
281	shs	ECOLAB INC	12,448	29,370
436	shs	GILEAD SCIENCES INC	9,953	41,097
750	shs	GRAN TIERRA ENERGY INC	5,616	2,887
567	shs	HALLIBURTON CO COM	21,720	22,300
150	shs	HITACHI LTD	9,702	11,269
400	shs	HOME RETAIL GROUP	5,471	5,177
200	shs	HONDA MTR LTD	6,940	5,904
303	shs	HONEYWELL INTERNATIONAL INC	13,214	30,276
150	shs	HSBC HOLDINGS	7,292	7,084
245	shs	HUANENG PWR INTL	11,084	13,272
150	shs	IBERDROLA	4,179	4,064
1,200	shs	ING GROEP	16,039	15,564
275	shs	INTESA SANPAOLO	5,657	4,836
114	shs	INTL BUSINESS MACHINES CORP	14,598	18,290
203	shs	INTUIT	9,601	18,715
229	shs	KOHLS CORP	13,010	13,978
300	shs	LAFARGE COPPEE	4,672	5,271
350	shs	LAUDER ESTEE COS INC	11,186	26,670
600	shs	LONZA GROUP AG	4,633	6,775
190	shs	MAGNA INTERNATIONAL INC	13,626	20,651
246	shs	MCDONALDS CORP	23,674	23,050
680	shs	MICROSOFT CORPORATION	20,143	31,586

CRAWLEY FAMILY FOUNDATION
#73-1463271
Schedule 1
Supporting Schedule to Form 990-PF, Part II, Line 10b - Investments - Corporate Stock
2014

			End of Year Book Value	End of Year Fair Mkt Value
118	shs	MONSANTO CO	8,114	14,097
90	shs	NATIONAL GRID TRANSCO PLC	4,639	6,359
280	shs	NESTLE	17,321	20,556
385	shs	NIKE INC CL B	13,793	37,018
450	shs	NISSAN MOTORS	8,552	7,934
100	shs	NOVARTIS	6,154	9,266
300	shs	NOVO NORDISK	8,988	12,696
120	shs	NXP SEMICONDUCTORS	8,016	9,168
703	shs	ORACLE CORP	18,418	31,614
750	shs	ORANGE	11,266	12,690
185	shs	ORIX CORPORATION	8,918	11,568
800	shs	PANASONIC CORP	9,787	9,522
294	shs	PEPSICO INC	19,159	27,801
374	shs	QUALCOMM INC	14,853	27,799
110	shs	RIO TINTO	5,699	5,067
410	shs	ROCHE HLDG LTD	8,962	13,921
96	shs	ROPER INDS INC	7,210	15,010
180	shs	ROYAL DUTCH SHELL PLC	13,217	12,051
90	shs	SANDS CHINA LTD	5,425	4,428
310	shs	SANOFI-AVENTIS SPONS ADR	13,022	14,139
60	shs	SAP AKTIENGESELLSCHAFT	3,703	4,179
325	shs	SCHLUMBERGER LTD	21,982	27,758
350	shs	SEKISUI HOUSE LTD	4,933	4,633
540	shs	SEVEN & I HOLDGS CO	9,234	9,815
95	shs	SHIRE LIMITED AMERCAN DEPOSITARY	11,363	20,191
40	shs	SIEMENS A G	4,082	4,538
225	shs	SPDR INDEX	11,170	9,976
359	shs	STATE STREET CORPORATION	16,549	28,181
358	shs	STRYKER CORP	18,144	33,770
250	shs	SUNCOR ENERGY INC	8,795	7,945
250	shs	SWEDBANK A B	4,544	6,243
860	shs	TECHTRONIC INDS LTD	9,499	13,862
661	shs	TEXAS INSTRUMTS	17,154	35,340
269	shs	THERMOS FISHER CORP	14,383	33,703
246	shs	TJX COS INC	13,461	16,871
225	shs	TOTAL S A	11,694	11,520
276	shs	UNITED PARCEL SERVICE	20,545	30,683
365	shs	VALEO	9,001	22,879
67	shs	VISA INC	6,692	17,567
675	shs	WILLIAMS COMPANIES	11,333	30,334
200	shs	WISDOMTREE TR EUROPE	10,625	10,294
			$ 1,041,765	$ 1,559,185

4/20/2015

CRAWLEY FAMILY FOUNDATION
#73-1463271
Schedule 2
Supporting Schedule to Form 990-PF, Part II, Line 13 - Investments - Other
2014

			End of Year			
				Book Value		Fair Mkt Value
577,765 61	shs	AETOS CAPITAL LLC	$	428,063	$	577,766
8,265 382	shs	COHEN & STEERS INTERNATIONAL REALTY FUND INC		93,433		93,316
19,880.716	shs	FIRST WESTERN FIXED INCOME FUND		192,552		195,030
11,155.739	shs	FIRST WESTERN SHORT DURATION BOND FUND		110,827		111,446
33,127.884	shs	FORWARD HIGH YIELD BD INSTL FUND		339,966		320,347
412,047.74	shs	FWCM INCOME EQUITY LP		419,918		412,048
27,753 783	shs	HEARTLAND VALUE PLUS FUND		818,588		876,187
1,748	shs	ISHARES CORE S&P MID-CAP		170,735		253,110
2,524	shs	ISHARES RUSSELL 2000 INDEX FUND		218,070		301,921
11,960.023	shs	JP MORGAN MID CAP GROWTH FUND		285,522		336,555
43,736.993	shs	LAZARD INTERNATIONAL STRATEGIC EQUITY		646,264		600,072
20,038.057	shs	NUVEEN REAL ESTATE SEC FUND		444,658		482,917
20,879 155	shs	OPPENHEIMER DEVELOPING MARKETS FUND		701,731		732,023
86,009 628	shs	PIMCO COMMODITY REALRETURN STRATEGY FUND		452,093		385,323
22,547	shs	VANGUARD FTSE DEVELOPED MKTS		826,863		854,080
1,867	shs	VANGUARD INDEX FDS S&P 500		298,505		351,743
			$	6,447,788	$	6,883,884

ACCT 668N 611095019
FROM 01/01/2014
TO 12/31/2014

FIRST WESTERN TRUST BANK
STATEMENT OF CAPITAL GAINS AND LOSSES
CRAWLEY FAMILY FOUNDATION
#73-1463271
TRUST YEAR ENDING 12/31/2014

RUN 02/28/2015
12:53:10 PM

TAX PREPARER: 1
TRUST ADMINISTRATOR K.B
INVESTMENT OFFICER L.A

LEGEND· F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC	8949
450.0000 KEPPEL LTD SPONSORED ADR - 492051305 - MINOR = 476									
SOLD		01/30/2014	7285.69		SUB TRUST 611095035				
ACQ	75 0000	05/20/2011	1214.28	1374.75	-160.47	0.00	LT		F
	375.0000	07/31/2012	6071.41	6757.39	-685.98	0.00	LT		F
5420.5300 DFA LARGE CAP INTERNATIONAL PORTFOLIO INSTL #5028 - 233203868 - MINOR = 572									
SOLD		02/03/2014	115132.06						
ACQ	5420.5300	07/05/2013	115132.06	105917.16	9214.90	0.00	ST		C
13078.0920 THORNBURG INTERNATIONAL VALUE FUND CLASS I #209 - 885215566 - MINOR = 572									
SOLD		02/03/2014	382926.54						
ACQ	3452 2330	08/02/2007	101081.38	116719.99	-15638.61	0.00	LT	Y	F
	64.8200	09/26/2007	1897.93	2345.19	-447.26	0.00	LT	Y	F
	745.9140	11/19/2007	21840.36	24801.65	-2961.29	0.00	LT	Y	F
	715 4770	11/19/2007	20949.17	23789.61	-2840.44	0.00	LT	Y	F
	16.0190	12/26/2007	469.04	541.59	-72.55	0.00	LT	Y	F
	2833.7530	04/22/2008	82972.29	90000.00	-7027.71	0.00	LT	Y	F
	132.2850	06/26/2008	3873.30	3854.79	18.51	0.00	LT	Y	F
	95.3380	09/26/2008	2791.50	2423.50	368.00	0.00	LT	Y	F
	50.9590	12/26/2008	1492.08	958 54	533.54	0.00	LT	Y	F
	141.2320	06/26/2009	4135.27	2996.94	1138.33	0.00	LT	Y	F
	44.7380	09/25/2009	1309.93	1084.45	225.48	0.00	LT	Y	F
	34 2780	03/26/2010	1003.66	878.20	125.46	0.00	LT	Y	F
	78.7500	06/25/2010	2305.80	1895.51	410.29	0.00	LT	Y	F
	54.4590	09/24/2010	1594.56	1454.05	140.51	0.00	LT	Y	F
	16.1230	12/27/2010	472.08	458.55	13.53	0.00	LT	Y	F
	25.6080	03/25/2011	749.80	754.67	-4.87	0.00	LT	Y	F
	3313.4530	05/20/2011	97017.90	100000.00	-2982.10	0.00	LT	Y	F
	120.6020	06/24/2011	3531.23	3486.61	44.62	0.00	LT	Y	F
	83.2320	09/26/2011	2437.03	1965.11	471.92	0.00	LT	Y	F
	32.8800	12/23/2011	962.73	805.88	156.85	0.00	LT	Y	F
	52.3950	03/26/2012	1534.13	1443.49	90.64	0.00	LT		F
	973.5440	05/09/2012	28505.37	25234.26	3271.11	0.00	LT		F
8059 7010 FIRST WESTERN SHORT DURATION BOND FD - 33750W201 - MINOR = 495									
SOLD		02/04/2014	81000.00						
ACQ	8059.7010	06/11/2013	81000.00	80032.84	967.16	0.00	ST		C
15.0000 COPA HOLDINGS SA CL A - P31076105 - MINOR = 411									
SOLD		02/28/2014	2045.91		SUB TRUST 611095035				
ACQ	15.0000	03/23/2012	2045.91	1118.96	926.95	0.00	LT		F
45.0000 BRITISH AMERN TOB PLC SPONSORED ADR - 110448107 - MINOR = 463									
SOLD		03/10/2014	4989.49		SUB TRUST 611095035				
ACQ	45.0000	05/20/2011	4989.49	4031.10	958.39	0.00	LT		F
275.0000 CHINA CONSTR BK CORP ADR - 168919108 - MINOR = 469									
SOLD		03/10/2014	3613.60		SUB TRUST 611095035				
ACQ	275.0000	02/14/2013	3613.60	4651.71	-1038.11	0.00	LT		F
100 0000 TRANSOCEAN LTD ZUG NAMEN AKT - H8817H100 - MINOR = 465									
SOLD		03/18/2014	3931.32		SUB TRUST 611095035				
ACQ	50.0000	01/10/2012	1965.66	2045 82	-80.16	0.00	LT		F
	50.0000	07/31/2012	1965.66	2386.50	-420.83	0.00	LT		F
.1820 VODAFONE GROUP PLC NEW SPNSR ADR NO PAR - 92857W308 - MINOR = 427									
SOLD		03/19/2014	6.79		SUB TRUST 611095035				
ACQ	.1820	05/20/2011	6.79	9.51	-2.72	0.00	LT		F
.2000 VERIZON COMMUNICATIONS INC COM - 92343V104 - MINOR = 31001									
SOLD		03/20/2014	9.21		SUB TRUST 611095035				
ACQ	.2000	02/24/2014	9.21	9.62	-0.41	0.00	ST		C
105.0000 VERIZON COMMUNICATIONS INC COM - 92343V104 - MINOR = 31001									
SOLD		03/24/2014	4913.35		SUB TRUST 611095035				
ACQ	105.0000	02/24/2014	4913.35	5052.10	-138.75	0.00	ST		C
985 0000 CISCO SYS INC COM - 17275R102									
SOLD		03/27/2014	21644.40						
ACQ	243.0000	04/06/2010	5339.68	6368.03	-1028.35	0.00	LT	Y	F
	655.0000	05/18/2011	14392.98	10901.89	3491.09	0.00	LT		F
	87.0000	07/25/2012	1911.74	1349.81	561.93	0.00	LT		F
50 0000 FOMENTO ECONOMICO MEX SP ADR - 344419106 - MINOR = 462									
SOLD		05/05/2014	4618.60		SUB TRUST 611095035				
ACQ	50.0000	05/20/2011	4618.60	3101.00	1517.60	0.00	LT		F
650.0000 SBERBANK RUSSIA SPONSORED ADR - 80585Y308 - MINOR = 469									
SOLD		05/06/2014	5535.73		SUB TRUST 611095035				
ACQ	175.0000	07/15/2011	1490.39	2639.28	-1148.89	0.00	LT		F
	150.0000	02/07/2012	1277.48	1896.00	-618.52	0.00	LT		F
	325.0000	07/31/2012	2767.86	3666.00	-898.13	0.00	LT		F
8500.1150 THORNBURG INTERNATIONAL VALUE FUND CLASS I #209 - 885215566 - MINOR = 572									
SOLD		05/08/2014	259508.50						
ACQ	2821.6510	05/09/2012	86145.00	73137.20	13007.80	0.00	LT		F
	164.0940	06/25/2012	5009.79	4003.89	1005.90	0.00	LT		F
	83.7930	09/24/2012	2558.20	2264.93	293.27	0.00	LT		F
	59 3770	03/22/2013	1812.78	1701.15	111.63	0.00	LT		F
	3386.3870	05/01/2013	103386.39	100000.00	3386.39	0.00	LT		F
	128.5680	06/24/2013	3925.18	3494.48	430.70	0.00	ST		C
	1768.6590	07/05/2013	53997.16	50000.00	3997.16	0.00	ST		C
	69.8270	09/24/2013	2131.82	2163.25	-31.43	0.00	ST		C
	17.7590	12/24/2013	542.18	559.06	-16.88	0.00	ST		C
8867.4240 DFA LARGE CAP INTERNATIONAL PORTFOLIO INSTL #5028 - 233203868 - MINOR = 572									
SOLD		05/13/2014	204926.17						
ACQ	8653.1650	07/05/2013	199974.64	169082.84	30891.80	0.00	ST		C
	61.8870	09/11/2013	1430.21	1308.85	121.36	0.00	ST		C
	87.5710	12/12/2013	2023.77	1894.17	129.60	0.00	ST		C
	64.8010	03/11/2014	1497.55	1462.56	34.99	0.00	ST		C

SCHEDULE 3

ACCT 668N 611095019
FROM 01/01/2014
TO 12/31/2014

FIRST WESTERN TRUST BANK
STATEMENT OF CAPITAL GAINS AND LOSSES
CRAWLEY FAMILY FOUNDATION
473-1463271
TRUST YEAR ENDING 12/31/2014

RUN 02/28/2015
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TAX PREPARER: 1
TRUST ADMINISTRATOR: K.B
INVESTMENT OFFICER. L.A

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC	
24107 1430 FIRST WESTERN SHORT DURATION BOND FD - 33750W201 - MINOR = 495									
SOLD		05/13/2014	243000.00						
ACQ	24107.1430	06/11/2013	243000.00	239383.95	3616.05	0.00	ST		C
1752.5440 OPPENHEIMER DEVELOPING MARKETS FUND CLASS Y #788 - 683974505 - MINOR = 572									
SOLD		05/13/2014	66912.13						
ACQ	1444.6690	11/19/2010	55157.46	50000 00	5157.46	0.00	LT	Y	F
	5 9130	12/22/2010	225.76	207 06	18.70	0.00	LT	Y	F
	301.9620	05/20/2011	11528.91	10677.38	851.53	0.00	LT	Y	F
16588.3830 PRUDENTIAL JENNISON EQUITY INCOME FUND CLASS Z #427 - 74441L832 - MINOR = 571									
SOLD		05/13/2014	284988.43						
ACQ	14749.2630	07/27/2012	253392.34	200000.00	53392.34	0.00	LT		F
	172.8510	09/21/2012	2969.58	2451.03	518.55	0.00	LT		F
	209.1660	12/21/2012	3593.47	2917.87	675.60	0.00	LT		F
	88.7570	03/22/2013	1524.85	1349.10	175.75	0.00	LT		F
	157.4090	06/20/2013	2704.29	2359.56	344 73	0.00	ST		C
	64.9590	09/20/2013	1116.00	1056.89	59 11	0.00	ST		C
	74.6290	12/20/2013	1282.13	1253.77	28 36	0.00	ST		C
	675.4670	12/20/2013	11604.52	11347.85	256 67	0.00	ST		C
	395.8820	03/21/2014	6801 25	6682.48	118 77	0.00	ST		C
288.0000 VANGUARD INDEX FDS S&P 500 ETF SHS NEW - 922908363 - MINOR = 541									
SOLD		05/13/2014	50099 19						
ACQ	288.0000	02/03/2014	50099.19	45979.20	4119.99	0.00	ST		C
225.0000 BAE SYS PLC SPONSORED ADR - 05523R107 - MINOR = 410									
SOLD		05/20/2014	6189.39			SUB TRUST 611095035			
ACQ	125.0000	12/09/2011	3438.55	2202.59	1235.96	0.00	LT		F
	100.0000	07/31/2012	2750.84	1959.00	791.84	0.00	LT		F
176.0000 PETSMART INC COM - 716768106 - MINOR = 449									
SOLD		05/27/2014	9794.01						
ACQ	176.0000	11/05/2012	9794.01	11803.12	-2009.11	0.00	LT		F
15353.0000 VANGUARD FTSE DEVELOPED MARKETS ETF - 921943858 - MINOR = 541									
SOLD		06/11/2014	656739.21						
ACQ	3546.0000	05/08/2014	151683.53	149352.91	2330.62	0.00	ST		C
	11807.0000	05/13/2014	505055.68	499378.25	5677.43	0.00	ST		C
650.0000 DAIWA SECS GROUP INC SPONSORED ADR - 234064301 - MINOR = 471									
SOLD		06/13/2014	5331.70			SUB TRUST 611095035			
ACQ	650.0000	11/22/2013	5331.70	6630 39	-1298.69	0.00	ST		C
218.0000 VODAFONE GROUP PLC NEW SPNSR ADR NO PAR - 92857W308 - MINOR = 427									
SOLD		06/16/2014	7184.83			SUB TRUST 611095035			
ACQ	81.8180	07/31/2012	2696.55	4327.01	-1630.46	0.00	LT		F
	40.7270	05/20/2011	1342.28	2128.74	-786.46	0.00	LT		F
	95.4550	03/08/2013	3146.00	4840.27	-1694.27	0.00	LT		F
68.0000 WISDOMTREE TRUST JAPN HEDGE EQT - 97717W851 - MINOR = 541									
SOLD		06/20/2014	3434.48			SUB TRUST 611095035			
ACQ	68.0000	05/10/2013	3434.48	3372.85	61.63	0.00	LT		F
242.0000 WISDOMTREE TRUST JAPN HEDGE EQT - 97717W851 - MINOR = 541									
SOLD		06/23/2014	11972.15			SUB TRUST 611095035			
ACQ	100.0000	04/22/2013	4947.17	4686.02	261.15	0.00	LT		F
	32.0000	05/10/2013	1583.09	1587.22	-4.13	0.00	LT		F
	110.0000	08/09/2013	5441.89	5003.94	437.95	0.00	ST		C
180.0000 DEUTSCHE BK AG RT EXP 06/24/2014 - D17698107 - MINOR = 469									
SOLD		06/26/2014	337.89			SUB TRUST 611095035			
ACQ	30.0000	06/22/2012	56.31	57.75	-1.44	0.00	LT		F
	50.0000	07/31/2012	93.86	81 73	12.13	0.00	LT		F
	100.0000	03/08/2013	187.72	240.81	-53 09	0.00	LT		F
CHANGED 01/26/15 TS1									
130.0000 BARCLAYS PLC ADR - 06738E204 - MINOR = 469									
SOLD		07/16/2014	1934.40			SUB TRUST 611095035			
ACQ	75.0000	05/20/2011	1116.00	1338.00	-222.00	0.00	LT		F
	55.0000	02/17/2012	818.40	868.75	-50.35	0.00	LT		F
200.0000 VALE S A ADR REPSTG PFD - 91912E204 - MINOR = 500									
SOLD		07/16/2014	2553.10			SUB TRUST 611095035			
ACQ	200.0000	09/20/2013	2553.10	2933.64	-380.54	0.00	ST		C
88.0000 BARCLAYS PLC ADR - 06738E204 - MINOR = 469									
SOLD		07/17/2014	1277.71			SUB TRUST 611095035			
ACQ	45.0000	02/17/2012	653.37	710 80	-57.43	0.00	LT		F
	43.0000	09/27/2013	624.34	516.18	108.16	0.00	ST		C
10.0000 CANADIAN PAC RY LTD COM - 13645T100 - MINOR = 420									
SOLD		07/31/2014	1904.88			SUB TRUST 611095035			
ACQ	10.0000	07/31/2012	1904.88	819.30	1085.58	0.00	LT		F
10.0000 CANADIAN PAC RY LTD COM - 13645T100 - MINOR = 420									
SOLD		07/31/2014	1919.07			SUB TRUST 611095035			
ACQ	10.0000	07/31/2012	1919.07	819.30	1099.77	0.00	LT		F
155.0000 OIL CO LUKOIL SPONSORED ADR - 677862104 - MINOR = 464									
SOLD		07/31/2014	8730.52			SUB TRUST 611095035			
ACQ	80.0000	05/20/2011	4506.07	4894 40	-388.33	0.00	LT		F
	75.0000	07/31/2012	4224.45	4236.75	-12.30	0.00	LT		F
301.0000 DISCOVERY COMMUNICATNS NEW COM SER C - 25470F302 - MINOR = 435									
SOLD		08/26/2014	12956.56						
ACQ	301.0000	08/08/2011	12956.56	5245.02	7711.54	0.00	LT		F
500.0000 VALE S A ADR REPSTG PFD - 91912E204 - MINOR = 500									
SOLD		09/02/2014	5727.92			SUB TRUST 611095035			
ACQ	400.0000	08/26/2013	4582.34	5441.92	-859 58	0.00	LT		F
	100.0000	09/20/2013	1145.58	1466.82	-321 24	0.00	ST		C

ACCT 668N 611095019
FROM 01/01/2014
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FIRST WESTERN TRUST BANK
STATEMENT OF CAPITAL GAINS AND LOSSES
CRAWLEY FAMILY FOUNDATION
#73-1463271
TRUST YEAR ENDING 12/31/2014

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TAX PREPARER: 1
TRUST ADMINISTRATOR: K.B
INVESTMENT OFFICER: L.A

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC	
25.0000 SHIRE LIMITED AMERICAN DEPOSITARY SHARES - 82481R106 - MINOR = 482									
SOLD		09/26/2014	6568 04			SUB TRUST 611095035			
ACQ	25.0000	05/20/2011	6568.04	2327.25	4240.79	0.00	LT		F
60.0000 BASF SE SPONSORED ADR - 055262505 - MINOR = 401									
SOLD		09/29/2014	5503.42			SUB TRUST 611095035			
ACQ	60.0000	05/20/2011	5503 42	5334.60	168.82	0.00	LT		F
57 0000 CDK GLOBAL INC COM - 12508E101 - MINOR = 483									
SOLD		10/09/2014	1513.85						
ACQ	57.0000	03/15/2012	1513.85	1197.97	315.88	0.00	LT		F
317.0000 WAL MART STORES INC COM - 931142103									
SOLD		10/15/2014	23873.44						
ACQ	71.0000	04/21/2008	5347.05	3996.27	1350.78	0.00	LT	Y	F
	246.0000	04/06/2010	18526 39	13660.38	4866.01	0.00	LT	Y	F
30 0000 BASF SE SPONSORED ADR - 055262505 - MINOR = 401									
SOLD		10/21/2014	2646.89			SUB TRUST 611095035			
ACQ	10.0000	05/20/2011	882.30	889.10	-6.80	0.00	LT		F
	20.0000	09/14/2012	1764.59	1752.11	12.48	0.00	LT		F
.6670 CDK GLOBAL INC COM - 12508E101 - MINOR = 483									
SOLD		10/21/2014	17.08						
ACQ	.6670	03/15/2012	17.08	14.02	3.06	0.00	LT		F
800 0000 NOMURA HLDGS INC SPONSORED ADR - 65535H208 - MINOR = 471									
SOLD		10/24/2014	4440.30			SUB TRUST 611095035			
ACQ	800.0000	06/13/2014	4440.30	5569.52	-1129.22	0.00	ST		C
180.0000 DEUTSCHE BANK AG NAMEN AKT - D18190898 - MINOR = 471									
SOLD		11/14/2014	5346.31			SUB TRUST 611095035			
ACQ	30.0000	06/22/2012	891.05	1082.45	-191.40	0.00	LT		F
	50.0000	07/31/2012	1485.09	1532.00	-46.91	0.00	LT		F
	100.0000	03/08/2013	2970.17	4513.93	-1543.76	0.00	LT		F
11719.0000 BARCLAYS BK PLC IPATH DOW JONES UBS COMMODITY INDEX TR ETN - 06738C778 - MINOR = 541									
SOLD		11/24/2014	396776.64						
ACQ	11719.0000	11/18/2013	396776.64	420005.44	-23228.80	0.00	LT		F
1000.0000 SUMITOMO MITSUI FINL GROUP INC SPONSORED ADR - 86562M209 - MINOR = 469									
SOLD		11/25/2014	7614.23			SUB TRUST 611095035			
ACQ	1000.0000	05/14/2013	7614.23	9778.30	-2164.07	0.00	LT		F
40072.6390 CAUSEWAY INTERNATIONAL VALUE FUND INS #1271 - 14949P208 - MINOR = 572									
SOLD		11/26/2014	633949.15						
ACQ	40072.6390	06/13/2014	633949.15	662000.00	-28050.85	0.00	ST		C
500.0000 COMPANHIA ENERGETICA DE MINAS SP ADR N V PFD - 204409601 - MINOR = 520									
SOLD		12/17/2014	2305.05			SUB TRUST 611095035			
ACQ	500.0000	07/31/2014	2305.05	4131.10	-1826.05	0.00	ST		C
		TOTALS	3575629.33	3502668.49	72,960 84				

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	0.00	0.00	-17111.66	0.00	0.00	0.00*
COVERED FROM ABOVE	29691.45	0.00	60381.07	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	139035.89			945.41
	29691.45	0.00	182305.30	0.00	0.00	945.41
STATE						
NONCOVERED FROM ABOVE	0.00	0.00	-17111.66	0.00	0.00	0.00*
COVERED FROM ABOVE	29691.45	0.00	60381.07	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	139035.89			945.41
	29691.45	0.00	182305.30	0.00	0.00	945.41

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
OKLAHOMA	N/A	N/A

CRAWLEY FAMILY FOUNDATION
#73-1463271
Schedule 4
Supporting Schedule to Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year
2014

Date	Account	Num	Description	Memo	Amount
1/23/2014	CFF First Western Checking	458	Opera Colorado	2014 donation	$ 10,000
3/7/2014	CFF First Western Checking	459	Center For Child & Families Formerly JSI	2014 Donation	15,000
3/27/2014	CFF First Western Checking	460	FEYW	2014 Associate donation, LCS, ASC	10,000
4/9/2014	CFF First Western Checking	461	Community Literacy Centers, Inc	2014 Donation	30,000
4/9/2014	CFF First Western Checking	462	Dean A McGee Eye Institute	2014 Donation	10,000
4/9/2014	CFF First Western Checking	463	Dwight Mission	2014 Donation	5,000
4/9/2014	CFF First Western Checking	464	Food Bank Of Oklahoma	2014 Donation	20,000
4/9/2014	CFF First Western Checking	465	Friends Of The Sterling C Evans Library	2014 Donation	5,000
4/9/2014	CFF First Western Checking	466	Cleveland County Habitat For Humanity	2014 Donation	5,000
4/9/2014	CFF First Western Checking	467	Harvard Business School	2014 Donation	5,000
4/9/2014	CFF First Western Checking	468	Infant Crisis Services, Inc	2014 Donation	15,000
4/9/2014	CFF First Western Checking	469	Oklahoma Arts Institute	2014 Donation	7,000
4/9/2014	CFF First Western Checking	471	Oklahoma Foundation For Excellence	2014 Donation	5,000
4/9/2014	CFF First Western Checking	472	The Urban Mission	2014 Donation	35,000
4/9/2014	CFF First Western Checking	474	Women's Foundation of Oklahoma	2014 Donation	1,000
4/9/2014	CFF First Western Checking	475	The Association Of Former Students	2014 Donation	2,000
4/9/2014	CFF First Western Checking	476	Oklahoma City Philharmonic	2014 Donation	7,500
4/11/2014	CFF First Western Checking	477	Williams College	MCT associate donation	2,500
5/8/2014	CFF First Western Checking	478	Austin Presbyterian Seminary	3rd installment, 5 yr. pledge, Weaving Promise and Practice	100,000
5/8/2014	CFF First Western Checking	479	Austin Presbyterian Seminary	Final installment on 3 yr. pledge	5,000
5/8/2014	CFF First Western Checking	480	Austin Presbyterian Seminary	2nd installment on 4 year pledge, two annual fellowships	30,000
5/8/2014	CFF First Western Checking	481	Women's Fund Of Western Massachusetts	2nd installment, 3 year pledge, SBC	25,000
5/28/2014	CFF First Western Checking	482	OMRF	2014 Donation	5,000
5/29/2014	CFF First Western Checking	483	Austin Presbyterian Seminary	Completion of 2nd installment on 4 yr pledge, two annual fellows	30,000
8/13/2014	CFF First Western Checking	484	OU Foundation	Hoving Fraduate Fellowship, 2nd installment on 4 year pledge	15,000
8/13/2014	CFF First Western Checking	485	Food Bank Of Western Mass	2014 Donation	12,000
8/13/2014	CFF First Western Checking	486	New England Public Radio	Associate donation, SBC.	3,000
9/3/2014	CFF First Western Checking	488	Center For Children & Families	2014 Donation	5,000
9/24/2014	CFF First Western Checking	489	Urban Mission	2014 Addtl donation due to need	15,000
11/5/2014	CFF First Western Checking	490	University Of Oklahoma	Ballet Russes pledge, 2nd installment on 3 year pledge	14,000
12/3/2014	CFF First Western Checking	491	Montview Blvd. Presbyterian Church	2014 Associate donation, MCT	5,000
12/9/2014	CFF First Western Checking	492	MCA Denver	2014 Associate donation, MCT	2,500
12/9/2014	CFF First Western Checking	493	Friendship Bridge	2014 Donation	35,000
12/9/2014	CFF First Western Checking	494	Goodland Academy	2014 Donation	10,000
				TOTAL	$ 501,500